

ENTERED
Office of the Secretary

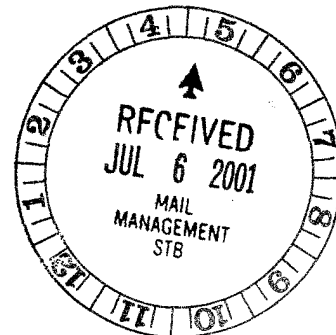
JUL - 9 2001

Part of
Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 34000

*Canadian National Ry. Co. et al. — Control —
Wisconsin Central Transportation Corp. et al.*



MOTION FOR LEAVE TO FILE
NOTICE OF INTENT TO PARTICIPATE
on behalf of
UNITED STATES STEEL LLC

Nicholas J. DiMichael
Frederic L. Wood
Jeffrey O. Moreno
THOMPSON HINE LLP
1920 N Street N.W.
Suite 800
Washington, D.C. 20036-1600

Richard J. Munsch
Assistant General Counsel
United States Steel LLC
600 Grant Street - Room 1500
Pittsburgh, PA 15219-2749

Attorneys for United States Steel LLC

Dated: July 6, 2001

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 34000

*Canadian National Ry. Co. et al. — Control —
Wisconsin Central Transportation Corp. et al.*

MOTION FOR LEAVE TO FILE
NOTICE OF INTENT TO PARTICIPATE
on behalf of
UNITED STATES STEEL LLC

Pursuant to the provisions of 49 C.F.R. § 1104.6, § 1104.7 and § 1117.1, United States Steel LLC ("U.S. Steel") respectfully moves the Board for leave to file the Notice of Intent to Participate which accompanies this motion. Although Board's Decision No. 2 in the above proceeding (served May 9, 2001) required persons interested in participating in this proceeding to file a notice of intent to participate with the Board by May 25, 2001, U.S. Steel has not previously indicated its intention to participate. However, for the reasons set out below and in the accompanying Notice, it is now necessary and proper for U. S. Steel to participate in this proceeding as a party.

IDENTITY AND INTEREST OF U.S. STEEL

The identity and interest of U. S. Steel are set out in the accompanying Notice of Intent to Participate.

GROUND FOR GRANTING THIS MOTION

An application was filed on April 9 in this proceeding seeking approval by the Board under the provisions of 49 U.S.C.A. § 11323 - § 11325 of the acquisition of control by the CN¹ of WC. On June 25, 2001, Comments were filed on behalf of Great Lakes Transportation LLC ("GLT") submitting a so-called "settlement agreement" between the Applicants and GLT. In those comments GLT has requested that the agreement should be imposed as a condition under 49 U.S.C.A. § 11324(c). The terms of that agreement are a matter of significant concern to U.S. Steel, which intends to participate in this proceeding by submitting reply comments on the scheduled date of July 25, 2001 established by Decision No. 2.

Because the agreement between Applicants and GLT was not entered into until June 22, and was not disclosed until GLT's comments were filed on June 25, 2001, there was no basis until that date for U.S. Steel to believe that this proceeding was likely to generate issues that would be of concern to it. As soon as it became aware of the agreement, U. S. Steel moved as expeditiously as possible to be in a position to participate in this proceeding.

Moreover, no party to the proceeding will be prejudiced by the late-filing of U. S. Steel's Notice. *Cf.* Decision No. 6, (served June 20, 2001). GLT (presumably with the concurrence of the Applicants) has submitted the agreement with its comments, albeit long after the date of May 25, 2001 when notices of intent to participate were due under

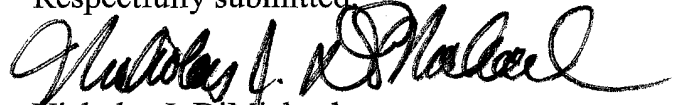
¹ Unless the context indicates otherwise, all abbreviations are the same as those set out in pages vii to xi of the application.

Decision No. 2. Therefore, GLT and the Applicants must be expecting that interested and affected parties will respond to the terms of the agreement and to the request that it be imposed as a condition on the approval of the application in the reply comments now due on July 25, 2001. They must also be expecting, and should expect, that any interested and affected parties not previously participating in this proceeding will now seek to do so.

CONCLUSION

For all of the above reasons, U. S. Steel respectfully requests leave to file the accompanying Notice of Intent to Participate in this proceeding.

Respectfully submitted



Nicholas J. DiMichael
Frederic L. Wood
Jeffrey O. Moreno
THOMPSON HINE LLP
1920 N Street N.W.
Suite 800
Washington, D.C. 20036-1600

Richard J. Munsch
Assistant General Counsel
United States Steel LLC
600 Grant Street - Room 1500
Pittsburgh, PA 15219-2749

Attorneys for United States Steel LLC

Dated: July 6, 2001

CERTIFICATE OF SERVICE

I hereby certify that I have on this 6th day of July, 2001, served a copy of the foregoing Motion for Leave to File NOTICE OF INTENT TO PARTICIPATE on behalf of UNITED STATES STEEL LLC by hand delivery on the Applicant Canadian National Railroad Company and on counsel for Great Lakes Transportation LLC; via express mail on counsel for Applicant Wisconsin Central Transportation Company; and on the Secretary of the United States Department of Transportation, the Attorney General of the United States and all other parties of record, by first class mail, postage pre-paid, in accordance with the Rules of Practice.


Frederic L. Wood